

EXHIBIT CV-8

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4 IN THE CIRCUIT COURT OF THE STATE OF OREGON
5 FOR THE COUNTY OF MULTNOMAH

6 COLLABORATIVE VISION LLC, an Oregon
7 limited liability company,

8 Plaintiff,

9 vs.

10 Q5ID, INC., an Oregon corporation,

11
12 Defendant.
13

Case No. 23CV15182

**OFFER TO ALLOW JUDGMENT ON
COUNT THREE**

14 Pursuant to ORCP 54 E, Q5Id, Inc. offers to allow judgment to be taken against it by
15 plaintiff in the total amount of Two-Hundred Thousand Dollars (\$200,000.00) for Plaintiff's Count
16 Three (the Promissory Note). This amount is inclusive of all damages and recoverable expenses
17 to plaintiff, and exclusive/inclusive of attorney fees, costs and disbursements. In addition, plaintiff
18 may file a petition for costs, disbursements, attorney fees up to the date of this offer, and any other
19 allowances pursuant to ORCP 68 of which the Court will determine what is allowed and reasonably
20 under the normal factors and statutory requirements. Defendant reserves the right to file any
21 objections and responses.

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1 If not accepted and filed within seven (7) days of the time it was served, this offer is deemed
2 withdrawn pursuant to ORCP 54 E(3).

3 This offer shall not be given in evidence at trial, nor shall the offer be mentioned during
4 trial.

5 DATED this 16th day of November, 2023 O'HAGAN MEYER PLLC
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7
8 By: s/ Bradley J. Krupicka
9 Bradley J. Krupicka, OSB #104318
10 bkrupicka@ohaganmeyer.com
11 Alexandra K. McLain, OSB #184103
12 amclain@ohaganmeyer.com
13 *Attorneys for Defendant O5id, Inc.*

14
15 Plaintiff accepts this offer on this _____ day of November, 2023.

16
17 LYNCH MURPHY MCLANE LLP

18 By: _____
19 Peter C. Richter, OSB #711465
20 prichter@lynchmurphy.com
21 *Attorneys for Plaintiff*
22
23
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25
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CERTIFICATE OF SERVICE

I certify that I served the foregoing **OFFER TO ALLOW JUDGMENT ON COUNT THREE**
on the following attorneys by the method indicated below on the 16th day of November, 2023:

Attorneys for Plaintiff:

Peter C. Richter
LYNCH MURPHY MCLANE LLP
747 SW Mill View Way
Bend, Oregon 97702
E-Mail: prichter@lynchmurphy.com
E-Mail: pmoore@lynchmurphy.com

<input checked="" type="checkbox"/>	Via First Class Mail
<input type="checkbox"/>	Via Federal Express
<input type="checkbox"/>	Via Facsimile
<input type="checkbox"/>	Via Odyssey E-File&Serve
<input checked="" type="checkbox"/>	Via E-Mail

O'HAGAN MEYER PLLC

By: s/ Bradley J. Krupicka
Bradley J. Krupicka, OSB #104318
bkrupicka@ohaganmeyer.com
Alexandra K. McLain, OSB #184103
amclain@ohaganmeyer.com

Attorneys for Defendant Q5id, Inc.

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4 IN THE CIRCUIT COURT OF THE STATE OF OREGON
5 FOR THE COUNTY OF MULTNOMAH

6 COLLABORATIVE VISION LLC, an Oregon
7 limited liability company,

8 Plaintiff,

9 vs.

10 Q5ID, INC., an Oregon corporation,

11
12 Defendant.
13

Case No. 23CV15182

**NOTICE OF VIDEOTAPED
DEPOSITION OF 39C(6)
DESIGNATED REPRESENTATIVE
FOR COLLABORATIVE VISION,
LLC**

14 NOTICE IS HEREBY GIVEN that pursuant to ORCP 39 C(6), defendant Q5id, Inc.
15 (“Q5id” or “defendant”) will take the deposition of the designated representative of plaintiff
16 Collaborative Vision, LLC (“Deponent” or “Collaborative Vision”), on the matters described
17 below to appear in person at Miller Nash LLP, 111 SW Fifth Avenue, Suite 3400, Portland, Oregon
18 97204 beginning at 9:00 a.m. on November 27, 2023, and continuing until completed.

19 The deposition will be taken upon oral examination before a stenographic reporter duly
20 authorized by law to administer oaths, pursuant to the Oregon Rules of Civil Procedure. The
21 deposition will also be video recorded. Both the video recording and the stenographic court report
22 will be designated as the official record.

23 **INSTRUCTIONS AND DEFINITIONS**

24 **REQUIREMENTS OF DEPONENT TO PREPARE AND DESIGNATE WITNESS**

25 At least three days prior to the start of the deposition, Deponents are to identify the witness
26 or witnesses who have consented to provide testimony on behalf of Deponent and identify which

1 topics each witness (if multiple witnesses are designated) will provide testimony. The witness will
2 be prepared to testify as to the institutional knowledge of the corporate Deponent, supplying all
3 such knowledge that is within the corporate Deponent's possession, custody, and control, and such
4 testimony will bind the corporate Deponent's responses.

5 Deponent is required to adequately prepare the witness or witnesses designated to testify,
6 which requires Deponent and the designated witness to conduct a reasonable inquiry into the facts,
7 opinions, interpretations, and understanding of the topics identified and compile the information
8 requested from documents and individuals alike, including Deponent's managers, employees, and
9 agents. Deponent has an obligation to prepare the designated witness to adequately testify on
10 behalf of the corporate Deponent and bind the Corporate Deponent's answers in response to
11 questions.

12 The scope of inquiry includes all information known or knowable to the corporation or
13 organization Deponent or within its possession, custody, or control of ability to reasonably obtain
14 information. "Control" does not require that the party have legal ownership or actual physical
15 possession of the documents or information at issue; rather, information is considered to be in
16 Deponent's control when Deponent has the right, authority, or practical ability to obtain the
17 information from a party or nonparty to the action.

18 Deponent's obligation to prepare and produce witness or witness(es) to respond to topics
19 designated herein goes beyond matters personally known to the designee or to matters in which
20 the designated witness was personally involved. The testimony provided in response to this notice
21 is meant to represent the institutional knowledge of the corporate organization.

22 **PRODUCTION OF ALL DOCUMENTS AT OR IN ADVANCE OF DEPOSITIONS**

23 For the purposes of this deposition notice, the following definitions shall apply.

24 1. The term "Complaint" refers to the Complaint filed by plaintiff in this action,
25 *Collaborative Vision, LLC v. Q5iD, Inc.*, Multnomah County Circuit Court of the State of Oregon,
26 Case No. 23CV15182, and any amendments thereto.

1 2. The term “communication” means any correspondence, emails, notes, memos,
2 meeting minutes, phone conference notes/minutes, text messages, voice mail messages, letters,
3 audio/video recordings, and phone logs, whether stored electronically or otherwise.

4 3. The terms “and” and “or” shall be construed either disjunctively or conjunctively
5 as necessary to bring within the scope of the topic all responses that might otherwise be construed
6 to be outside its scope.

7
8 All persons designated or who consent to testify should familiarize themselves with any
9 and all documents reasonably necessary for defendant to discover Rule 39C(6) knowledge
10 regarding the matters on which the deposition is to be taken. In addition, any and all persons
11 designated or who consent to testify should familiarize themselves with any and all documents
12 reasonably necessary for defendant to discover knowledge regarding each matter on which the
13 deposition is to be taken. Rule 39C(6). In addition to reviewing documents, all persons designated
14 and who consent to testify and bind the corporation should obtain all information known or
15 reasonably available to the organization, including discussions with employees, former employees,
16 counsel, agents, or third parties regardless of whether the information is stored in papers, files,
17 electronically, or is within the knowledge of individuals that are agents of the organization. ORCP
18 39C(6). All such documents reviewed or inspected in preparation for this deposition shall be
19 produced at the deposition, if not before, all such persons interviewed shall be identified with their
20 full name, position, title, and contact information, in addition to all the documents requested
21 pursuant to ORCP 55. Such persons are required to bring with them to the deposition all documents
22 they have reviewed in preparation for the deposition as well as the names, numbers, and contact
23 information for all individuals interviewed in preparation for this deposition.

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MATTERS UPON WHICH DEPOSITION WILL BE TAKEN

Defendant, through counsel, will inquire on the following topics:

1. Plaintiff's allegations in the Complaint.

2. Q5id's Answer and Affirmative Defenses.

3. The past, present, and anticipated future relationship between Lisa Matar/Collaborative Vision and Steve Larson, including whether there was a sexual or emotional affair between the two.

4. The Contingent and Direct Hire Client Service Agreement between Collaborative Vision and Q5id, and any amendments or addendums.

5. The "consulting services" Lisa Matar/Collaborative Vision allegedly provided to Q5id.

6. Any compensation or consideration provided to Lisa Matar/Collaborative Vision in return for "consulting services."

7. Any "kickback" agreements between Lisa Matar/Collaborative Vision and Steve Larson.

8. Collaborative Vision's recruiting and consulting service agreements with companies other than Q5id.

9. The Nonnegotiable Promissory Note in favor of Collaborative Vision in the amount of \$200,000.

10. All verbal and written correspondence between Lisa Matar and Steve Larson.

11. All verbal and written correspondence between Lisa Matar and any job candidate for Q5id and any past or present Q5id employees, including but not limited to Brian Grant, Dominic O'Dierno, Elena Eastwood, Janine Cernel, Neil Delplanche, Ludmila Lantassova, David Kohl, and Stephanie Nolte.

12. The alleged agreement between Q5id and Collaborative Vision to have Lisa Matar attend the National Minority Supplier Development Council ("MNSDC") industry conference.

1 13. Any contemplated business ventures involving Lisa Matar/Collaborative Vision
2 and Steve Larson since Steve Larson's termination of employment at Q5id.

3 14. Any money or services exchanged between Lisa Matar/Collaborative Vision and
4 Steve Larson, Steve Larson's family, and any entity in which him or his family own an interest.

5
6 DATED this 16th day of November, 2023 O'HAGAN MEYER PLLC

7
8 By: s/ Bradley J. Krupicka
9 Bradley J. Krupicka, OSB #104318
10 bkrupicka@ohaganmeyer.com
11 Alexandra K. McLain, OSB #184103
12 amclain@ohaganmeyer.com

Attorneys for Defendant Q5id, Inc.

13 Trial Attorney:
14 Bradley J. Krupicka, OSB #104318

CERTIFICATE OF SERVICE

I certify that I served the foregoing **NOTICE OF DEPOSITION OF 39C(6) DESIGNATED REPRESENTATIVE FOR COLLABORATIVE VISION, LLC** on the following attorneys by the method indicated below on the 16th day of November, 2023:

Attorneys for Plaintiff:

Peter C. Richter
LYNCH MURPHY MCLANE LLP
747 SW Mill View Way
Bend, Oregon 97702
E-Mail: prichter@lynchmurphy.com
E-Mail: pmoore@lynchmurphy.com

<input checked="" type="checkbox"/>	Via First Class Mail
<input type="checkbox"/>	Via Federal Express
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<input type="checkbox"/>	Via Odyssey E-File&Serve
<input checked="" type="checkbox"/>	Via E-Mail

O'HAGAN MEYER PLLC

By: s/ Bradley J. Krupicka
Bradley J. Krupicka, OSB #104318
bkrupicka@ohaganmeyer.com
Alexandra K. McLain, OSB #184103
amclain@ohaganmeyer.com

Attorneys for Defendant Q5id, Inc.

IN THE CIRCUIT COURT OF THE STATE OF OREGON
FOR THE COUNTY OF MULTNOMAH

COLLABORATIVE VISION LLC, an Oregon
limited liability company,

Plaintiff,

vs.

Q5ID, INC., an Oregon corporation,

Defendant.

Case No. 23CV15182

**NOTICE OF VIDEOTAPED
DEPOSITION OF LISA MATAR**

PLEASE TAKE NOTICE that, pursuant to ORCP 39, the deposition of Lisa Matar will be taken at the request of the defendant in the above-entitled action, at Miller Nash LLP, 111 SW Fifth Avenue, Suite 3400, Portland, Oregon 97204 beginning at 9:00 a.m. on November 27, 2023.

The deposition will be recorded by stenographic means before a certified court reporter and videographer. Said deposition shall continue until completed, unless otherwise stipulated by counsel.

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NOTICE OF VIDEOTAPED DEPOSITION OF LISA
MATAR – Page 1

O'HAGAN MEYER PLLC
805 SW Broadway, Suite 2280
Portland, OR 97205
Telephone: 971.315.0650
Facsimile: 971.315.0720

1 This deposition is being taken for the purposes of discovery, for the use at trial and for such
2 other purposes as permitted by the Oregon Rules of Civil Procedure.

3
4
5 DATED this 16th day of November, 2023 O'HAGAN MEYER PLLC

6
7 By: s/ Bradley J. Krupicka
8 Bradley J. Krupicka, OSB #104318
9 bkrupicka@ohaganmeyer.com
10 Alexandra K. McLain, OSB #184103
11 amclain@ohaganmeyer.com

12 *Attorneys for Defendant Q5id, Inc.*

13 Trial Attorney:
14 Bradley J. Krupicka, OSB #104318
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CERTIFICATE OF SERVICE

I certify that I served the foregoing **NOTICE OF VIDEOTAPED DEPOSITION OF LISA MATAR** on the following attorneys by the method indicated below on the 16th day of November, 2023:

Attorneys for Plaintiff:

Peter C. Richter
LYNCH MURPHY MCLANE LLP
747 SW Mill View Way
Bend, Oregon 97702
E-Mail: prichter@lynchmurphy.com
E-Mail: pmoore@lynchmurphy.com

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O'HAGAN MEYER PLLC

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Bradley J. Krupicka, OSB #104318
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Alexandra K. McLain, OSB #184103
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Attorneys for Defendant Q5id, Inc.